

ORIGINAL

STANTON, J.

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

THE FOOTBALL ASSOCIATION PREMIER LEAGUE
and BOURNE CO., on behalf of themselves and all others
similarly situated,

Plaintiffs,

v.

YOUTUBE, INC., YOUTUBE, LLC, and
GOOGLE INC.

Defendants.

ECF Case

Case No. 1:07-cv-03582 (LLS)
(Related Case No. 1:07-cv-02103)

STIPULATION AND ORDER

IT IS HEREBY STIPULATED AND AGREED by and between Class Plaintiffs and Defendants, through their undersigned counsel, as follows:

1. Defendants may restrict Class Plaintiffs from showing portions of documents, deposition transcripts, or other materials that Defendants produce in this action to the extent that such materials contain the following information, other than information that is publicly available, to McLaughlin:

- (a) technical software or hardware aspects of Google's advertising technology; or
- (b) confidential materials, the disclosure of which likely will cause competitive injury to Defendants, concerning:
 - (i) the specific financial terms of any proposed or actual advertising agreement such that particular dollar figures or other numerical terms may be redacted to the extent practicable;
 - (ii) the specific identity of any proposed or actual counterparty in an advertising transaction such that names, addresses, and other unique information may be redacted to the extent practicable; and
 - (iii) revenue or profit & loss projections such that particular dollar figures or percentages may be redacted to the extent practicable.

2. Defendants may designate specific information they produce as inaccessible to McLaughlin under paragraph 1 above, within 45 days from the date of the Stipulation with respect to information previously produced, and within 30 days after production is made with

respect to any other information. Following production, Defendants shall have the right to "claw-back" any such materials, consistent the terms and provisions of the parties' Non-Waiver Agreement. Until such period lapses, or following a claw-back and until it is resolved, McLaughlin shall not have access to the information. Either party may present to the Court for resolution any disputes as to whether the information fits the parameters of paragraph 1. McLaughlin shall not have access to such material in dispute until the Court renders its determination. Notwithstanding the foregoing, Class Plaintiffs may identify, at any time, specific documents for Defendants' consent to disclose to McLaughlin. The parties shall reasonably cooperate to expedite resolution of the treatment of such documents; in the event, however, either party concludes an impasse exists or requires expedited consideration of such documents, it then may bring the matter to the Court's attention for resolution.

3. In the event that McLaughlin were to enter into a business or consulting relationship with Yahoo! during the pendency of this action, McLaughlin shall promptly disclose to Defendants the fact and nature of any such relationship and Defendants shall be permitted to seek any further relief or protections, as may be necessary, given that further disclosure.

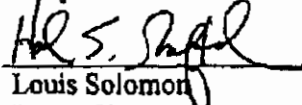
4. The foregoing terms are subject to modification either by written agreement of the parties or order of the Court.

AGREED AND STIPULATED

August 26, 2008

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SO ORDERED:

Louis L. Stanton

Hon. Louis L. Stanton
United States District Judge

9/4/08